

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

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February 27, 2004

RECORDATION NO. 20221-A FILED

MAR 08 '04

2-24 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

MAR 8 2004
RECEIVED

RE: Termination of Lease of Railroad Equipment dated as of February 13, 2004 by Helm Financial Corporation ("**Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Indiana Harbor Belt Railroad Company
2721-161st Street
Hammond, IN 46323-1099

Equipment: 94 Gondola Railcars
IHB 12400-12499 (Not Inclusive)

Please record this Termination as a supplemental agreement to STB Recordation No. **20221** filed on August 19, 1996. The filing fee of \$30.00 is included in our enclosed check.

Summary: Termination of Lease of Railroad Equipment dated as of February 13, 2004 by Helm Financial Corporation for 94 gondola railcars, IHB 12400-12499 (Not Inclusive), to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 20221.

Yours truly,



Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of February 13, 2004 by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").

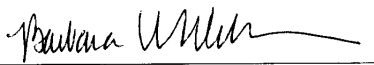
1. **Recitals.** Lessor entered into the Net Lease Agreement dated as of February 15, 1996 ("**Lease**") with **Indiana Harbor Belt Railroad Company**, an Indiana corporation, with respect to the ninety-four (94) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. **20221** filed on August 19, 1996.

The Lease was terminated on April 30, 2002. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: 
Name: Barbara W. Wilson
Title: Senior Vice President & CFO

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MAR 10 2004 2-24 PM
SURFACE TRANSPORTATION BOARD

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

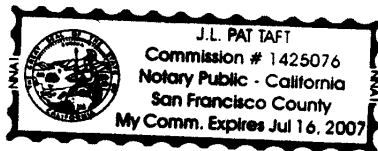
On February 24th, 2004, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person~~(s)~~ whose name~~(s)~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in ~~his~~/her/~~their~~ authorized capacity~~(ies)~~, and that by ~~his~~/her/~~their~~ signature~~(s)~~ on the instrument the person~~(s)~~, or the entity upon behalf of which the person~~(s)~~ acted, executed the instrument.

Witness my hand and official seal.




SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Lease dated February 13, 2004

Description of the Units: Ninety-four (94), 52'6", 100-ton, roller bearing, gondola railcars with 4'6" high sides; built by Ortner in 1979.

Unit Numbers:

IHB 12400-12426, 12428-12435, 12437-12453, 12455-12457, 12459-12465, 12467-12487, 12499